

**MINUTES OF THE MEETING OF THE BOARD OF TRUSTEES OF THE TATE GALLERY HELD ON WEDNESDAY 20 MARCH 2019 AT TATE MODERN**

Present: Lionel Barber Chairman  
John Akomfrah, CBE  
John Booth  
Tim Davie, CBE  
Dame Jayne-Anne Gadhia, DBE  
Dame Moya Greene, DBE  
Katrin Henkel  
Anna Lowe  
Michael Lynton  
Dame Seona Reid, DBE  
James Timpson, OBE  
Jane Wilson  
Stephen Witherford

Staff Attendees: Dr Maria Balshaw, OBE Director  
Anne Barlow Director, Tate St Ives  
Alex Farquharson Director, Tate Britain  
Samuel Jones Secretary to the Board of Trustees  
Helen Legg Director, Tate Liverpool  
Kerstin Mogull Managing Director  
Frances Morris Director, Tate Modern  
Stephen Wingfield Director of Finance & Estates

Additional staff attendees:  
Item 5 only Claire Gylphé Strategic Projects, Philanthropy, Development  
Item 5 only Jason Becker Associate Director, Strategy and Operations, Development  
Item 5 only Fiona Kirk Senior Consultant, Marts & Lundy

**1. WELCOME AND APOLOGIES & DECLARATIONS OF INTEREST**

- a. Roland Rudd had sent apologies for this meeting.
- b. The Chairman welcomed Katrin Henkel and Anna Lowe to their first meeting.
- c. He welcomed the Directors of Tate Liverpool and Tate St Ives who will henceforth attend meetings on a regular basis.
- d. The Chairman thanked Trustees for participating in the annual appraisal of the Board and the Senior Independent Trustee for leading a review of the Chairman as part of that process.

**2. MINUTES OF THE MEETING HELD ON 16 JANUARY 2019 AND MATTERS ARISING**

- a. The minutes of the meeting of the 16 January 2019 were approved as a true record.

**3. DIRECTOR'S REPORT**

- a. The Director summarised a number of highlights of recent performance and developments within the gallery as described in the papers.

- b. She introduced a major new acquisition. *Information has been exempted under Section 22 of the Freedom of Information Act 2000*<sup>1</sup> The work will be shown imminently at Tate Liverpool.
- c. The Chairman of the Collection Committee talked further about acquisition processes in general and underlined the research and consideration in situ that often lies behind global acquisitions.
- d. Trustees discussed a potential forthcoming Spending Review, noting that fuller details will be brought to the Finance and Operations Committee and Board when available. They were updated on continuing discussions with the Department for Digital, Culture, Media and Sport.
- e. Trustees emphasised the need for a strong outcome of negotiations that reflects the real pressure of inflation.
- f. Trustees were updated on specific bids. *Information has been exempted under Section 36 of the Freedom of Information Act 2000*<sup>2</sup> and *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000*<sup>3</sup>
- g. The detail of these will be circulated to the Board when available. They were updated on bids invited for a separate pot allocated for capital support.

#### **4. DONOR FOR CONSIDERATION**

- a. Trustees noted intensifying and negative coverage of donations by the Sackler family in the context of the Opioid Crisis.
- b. The Chair of the Ethics Committee updated Trustees on the detailed monitoring and consideration of the matter by that Committee and reiterated the obligations of a charity in fundraising to support the pursuit of its mission. The policy in this area favours the encouragement of charitable giving and the acceptance of donations unless the funds are the result of criminal activity or upon due consideration of all the circumstances surrounding a donation, acceptance of a donation risks damage to the reputation of Tate. The Chair of the Ethics Committee reported to Trustees the Committee's careful consideration of the matter in this light and the balance of reputational damage against securing charitable support.
- c. Trustees noted the due diligence that is undertaken in respect of donors.
- d. They discussed the details of the Sackler case and noted class actions launched in the United States.
- e. They noted that distinct branches of the Sackler family are engaged in philanthropy. They noted the breadth of this giving and that other national museums, cultural institutions and other organisations have been beneficiaries of this support.
- f. Trustees noted Tate's relationship with the history of Theresa and Mortimer Sackler and their Foundation, and that this has seen generous gifts over a long period of time.
- g. It was noted that no gift is currently under discussion.
- h. Trustees discussed the scale and speed of developments in the United States in relation to both the opioid crisis and action on the involvement of the Sackler family. It was noted that coverage has also drawn attention to concerns in relation to opioid use in the UK.

- i. Trustees noted the generosity of past donations. They noted the distinction to be drawn between historic donations and the acceptance of future donations.
- j. Taking into account the detailed consideration of the Ethics Committee, Trustees endorsed its recommendation that while Tate should not remove references to historic philanthropy, in the present circumstances it would not be right to seek or accept further donations from the Sacklers.
- k. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- l. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup>*
- m. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup>*

Jason Becker, Associate Director, Strategy and Operations, Development, Claire Gylphé Strategic Projects, Philanthropy, Development and Fiona Kirk, Senior Consultant, Marts & Lundy joined the meeting.

## 5. FUNDRAISING

- a. Trustees noted the report. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- b. They were informed of data available *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- c. They noted the recommendation. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- d. Trustees noted the advantage of Tate's international reach.
- e. Trustees discussed the target figures identified. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup> and Information has been exempted under Section 22 of the Freedom of Information Act 2000<sup>1</sup>*
- f. Trustees discussed options. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- g. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- h. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- i. They noted the importance of the existing donor pool and the need for prospecting and establishing appropriate stewardship of supporters. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*

- j. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- k. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- l. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- m. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- n. Trustees discussed the pressures on the wider organisation *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- o. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- p. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- q. Trustees discussed institutional change *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- r. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- s. The Chair summarised the discussion. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- t. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- u. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- v. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- w. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*

## 6. ARTIST ROOMS 2020 – 2030

- a. Trustees were updated on a vision for ARTIST ROOMS that had been discussed with the National Galleries of Scotland and also by the Trustees of that museum.
- b. They were informed that the Trustees of the ARTIST ROOMS Foundation are minded to endorse the vision proposed.
- c. They were informed of the need to align the next phase with the priorities of the UK and Scotland and focus on areas of low engagement in the arts.
- d. Trustees approved the recommendations as laid out in the paper.
- e. It was noted that the system of loans from the ARTIST ROOMS Foundation has been improved, meaning that all parties agree that loan procedures are not necessary on the occasion of showing each work.
- f. Trustees noted the importance of the ARTIST ROOMS programme to Tate's contribution across the nations of the UK.

## 7. FINANCE REPORT

- a. The Chair of the Finance and Operations Committee updated Trustees on its recent meeting. They noted discussion that had focused *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- b. On an operational front, they noted strong systems in place to manage costs.
- c. Trustees were informed of the business considered by the Audit Committee, noting preparations for year end. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- d. Trustees were informed of new subsidiary auditors.
- e. Trustees noted strong exhibition performance.
- f. Trustees welcomed the news of the judge's finding in the court case over the viewing platform at Tate Modern, but noted that an appeal has been lodged.
- g. Trustees were informed of the first returns of the exhibition tax credit.
- h. Trustees were informed of projections for the end of year outturn *Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- i. Trustees were updated on discussions with the Unions, noting that PCS and Prospect had announced that they would ballot to strike. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup>* They authorised the Executive to seek resolution of the issue through further negotiation with the Unions. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup>*

## 8. ACQUISITION & COLLECTION COMMITTEE REPORT

- a. The Chair of the Collections Committee updated Trustees on the recent meeting and informed Trustees of discussion. He noted the research that is undertaken before each acquisition and that time invested is often critical in enabling acquisition ahead of wider market interest, ensuring best value for Tate.

- b. Trustees noted the importance of allowing the expertise of the curators' freedom within an agreed strategy.
- c. Trustees were informed of the activities and support of the Acquisition Committees.
- d. Trustees RATFIED the acquisitions in the paper.

## **9. POLICY RENEWALS**

- a. Trustees APPROVED amendments to the IS Security Policy and the extension of Tate's Statement of Commitment in respect of Modern Slavery to clarify the inclusion of Tate Enterprises Ltd.

## **10. NOMINATIONS AND GOVERNANCE COMMITTEE REPORT**

- a. Trustees noted the report of the Committee and RATIFIED the appointments and reappointments proposed.

## **11. KEY POINTS FROM MINUTES OF COUNCILS AND COMMITTEES**

- a. Trustees were updated on meetings of Tate Britain Advisory Council that looked at how the building could be more welcoming and inclusive and addressed research. They were informed of the need to ensure that fundraising continued to support the ambitions in place in the five-year plan.
- b. Trustees were updated on a recent meeting of the Ethics Committee, noting recommendations. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup>*
- c. Trustees noted the visit of Tate Liverpool Advisory Council to Tate St Ives. *Information has been exempted under Section 36 of the Freedom of Information Act 2000<sup>2</sup> and Information has been exempted under Section 43 (2) of the Freedom of Information Act 2000<sup>3</sup>*
- d. Trustees noted the Chairman's attendance at a meeting of Tate Enterprise Ltd and were informed of strong business performance.
- e. Trustees were informed of a forthcoming review of Governance in line with good practice. It was noted that this will focus on the non-executive structure.

## **12. FUTURE BUSINESS SCHEDULE**

- a. Trustees noted that the Governance review and its scope will be discussed at the next meeting.
- b. It was noted that a meeting will be scheduled with Trustees of the Tate Americas Foundation at the time of their visit during Frieze.
- c. Trustees noted the schedule of items to be considered in line with statutory needs.
- d. They noted a forthcoming discussion on Collections strategies.

## **13. Any Other Business**

- a. Trustees commended Tate Britain on tis recent performance.

## **14. DATE OF NEXT MEETING**

Trustees noted the date of the next meeting as Wednesday 22 May at Tate St Ives.

## Endnotes

---

<sup>1</sup> **Section 22** of the Freedom of Information Act provides that:

- (1) Information is exempt information if –
  - (a) the information is held by the public authority with a view to its publication, by the authority or any other person, at some future date (whether determined or not),
  - (b) the information was already held with a view to such publication at the time when the request for information was made, and
  - (c) it is reasonable in all the circumstances that the information should be withheld from disclosure until the date referred to in paragraph (a).
- (2) The duty to confirm or deny does not arise if, or to the extent that, compliance with section 1(1)(a) would involve the disclosure of any information (whether or not already recorded) which falls within subsection (1).

<sup>2</sup> **Section 36** of the Freedom of Information Act provides that: Information is exempt information if its disclosure under this Act would be likely to have any the following effects:

1. prejudice collective Cabinet responsibility;
2. inhibit the free and frank provision of advice and exchange of views for the purposes of deliberation; or
3. prejudice the effective conduct of public affairs

<sup>3</sup> **Section 43 (2)** of the Freedom of Information Act provides that: Information is exempt information if its disclosure under this Act would, or would likely to, prejudice the commercial interests of any person (including the public authority holding it).